

# EXHIBIT 3

**State of Delaware**  
**Certificate of Merger of a Foreign Limited Liability Company**  
**into a Domestic Limited Liability Company**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

**FIRST:** The name of the surviving Limited Liability Company is WORLD AVENUE U.S.A., LLC, a Delaware Limited Liability Company.

**SECOND:** The name of the Limited Liability Company being merged into this surviving Limited Liability Company is NIUTECH, LLC. The jurisdiction in which this Limited Liability Company was formed is Florida.

**THIRD:** The Agreement of Merger has been approved and executed by both Limited Liability Companies.

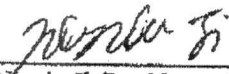
**FOURTH:** The executed agreement of merger is on file at 6001 Broken Sound Parkway, Suite 200, Boca Raton, FL 33487.

**FIFTH:** A copy of the agreement of merger will be furnished by the surviving Limited Liability Company on request, without cost, to any member of the Limited Liability Company or any person holding an interest in any other business entity which is to merge or consolidate.

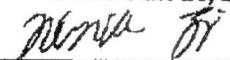
**IN WITNESS WHEREOF,** said Limited Liability Company has caused this certificate to be signed by an authorized person, this 28<sup>th</sup> day of June, 2006.

**WORLD AVENUE U.S.A., LLC,**  
a Delaware limited liability company

By: NiuPercent, Inc.,  
a Florida corporation, Member

By:   
Niuniu Ji, President

Dated: June 28, 2006

  
Niuniu Ji, Member